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**From:** Benton, Marvin  
**Sent:** Wednesday, September 26, 2018 10:15 AM  
**To:** Pam Dizikes  
**Cc:** todd.downham@deq.ok.gov; Coltrain, Katrina; Peycke, Mark; Benton, Marvin  
**Subject:** Wilcox Oil SF Site---Following Up with You !  
**Attachments:** Cercla Wilcox KMI Ltr to EPA 180420.pdf; Cercla KMI 104e Response 2013.pdf; Cercla Wilcox Kinder Morgan 104e Res 160115.pdf

Pam:

First, please know that I enjoyed meeting with you, Karen, Todd, the Cornerstone Pastors and the Attorneys representing them.

As promised attached is KMI's response to our General Notice Letter.

I think you have KMI's Response to the 104 ( e ) requests that we did in 2013 and 2016. I am sending these to you as well.

Please make sure that your newly assigned Attorney Karen gets these documents as well. I do not have Karen's email address.

The next time there is a meeting with community residents I am going to try to attend.

Thanks,

Marvin Benton  
Senior Staff Attorney  
Superfund Legal Branch  
Phone: 214—665-3190  
Benton.Marvin@epa.gov



January 15, 2016

**BY FEDERAL EXPRESS AND BY E-MAIL**

Ben Banipal, P.E., Branch Chief  
Technical and Enforcement Branch  
Superfund Division  
United States Environmental Protection Agency  
Region 6  
1445 Ross Avenue, Suite 1200  
Dallas, Texas 75202-2733

**Re: Second Request for Information  
Wilcox Oil Superfund Site  
Bristow, Creek County, Oklahoma**

Dear Mr. Banipal:

Please be advised that I am in receipt of your letter dated January 5, 2016 constituting a Second Request for Information from Kinder Morgan, Inc. ("Kinder Morgan") pursuant to Section 104(e) of CERCLA with respect to the Wilcox Oil Superfund Site in Bristow, Creek County, Oklahoma. As your letter reflects, Kinder Morgan responded to EPA's initial Request for Information under my cover letter of January 7, 2013, which was date stamped received by EPA on January 8, 2013.

The Second Request for Information in your January 5, 2016 letter contains the following question:

If the EPEC Oil Liquidating Trust still continues to exist, please state the current net worth of the trust and the dollar value of any assets or monies that may have been distributed from the trust.

The answer to this question is as follows:

The EPEC Oil Liquidating Trust (the "Trust") does continue to exist and to pay Plan Obligations including Plan Claims as those terms are defined in the EPEC Oil Company Liquidating Trust Agreement (the "Trust Agreement") (previously produced under Bates Nos. KMI0000179-208). Under the Trust Agreement, Plan Claims were required to be submitted in advance of the Claims Assertion Date, which was defined to

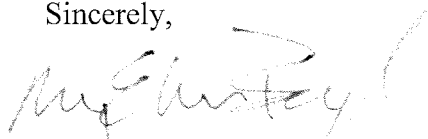
Ben Banipal, P.E., Branch Chief  
January 15, 2016  
Page 2

be December 18, 2008 and which was ten years after the dissolution of EPEC Oil Company (the "Company"). In addition to utilizing certain recoveries from insurance policies and other rights and claims of the Company or the Trust to satisfy Plan Claims, the Trust has arranged for the payment of Plan Claims by way of the agreement by El Paso Tennessee Pipeline Co. ("EPTP") to pay Plan Obligations on behalf of the Trust or to transfer an amount to the Trust sufficient to pay Plan Obligations. (See Undertaking Agreement entered into among EPEC Oil Company, Midwestern Gas Transmission Company, EPTP and the Trust, dated March 9, 2001, Bates Nos. KMI0000616-28). EPTP's aforementioned obligation is capped at \$93 million. Ibid.

A precise calculation of the Trust's historical payments and reserves for Plan Obligations remains subject to review, audit, accounting and reconciliation and is not currently known. However, based on currently available information, we estimate that the Trust has paid and reserved for future payment approximately \$68.6 Million in Plan Obligations. Please note that this is a good faith estimate, that the estimate is subject to revision based on such factors as future claims experience and the continuing evaluation of reserves, and that we will supplement this response if new or revised information becomes available.

If you have any questions, please contact the undersigned at (303) 914-4634 or at [nancy\\_vanburgel@kindermorgan.com](mailto:nancy_vanburgel@kindermorgan.com). Thank you for your attention to this matter.

Sincerely,



Nancy E. Van Burgel, Esq.  
Assistant General Counsel  
Kinder Morgan, Inc.

cc: Mr. Marvin Benton, Esq., Senior Counsel, EPA  
(Via E-Mail)

**KINDER MORGAN**



RECEIVED

13 JAN -8 PM 2:17

RECEIVED DIV.  
REGIONAL BRANCH  
(6SF-TE)

January 7, 2013

Mr. Lance Nixon, Enforcement Officer  
Superfund Enforcement Assessment Section (6SF-TE)  
U.S. EPA, Region 6  
1445 Ross Avenue  
Dallas, Texas 75202-2733

RE: Wilcox Oil Superfund Site  
Bristow, Creek County, Oklahoma

RECEIVED DIV.  
REGIONAL BRANCH  
(6SF-TE)

13 JAN -8 PM 2:18

RECEIVED

Dear Mr. Nixon:

Enclosed for your review is Kinder Morgan, Inc.'s (Kinder Morgan) response to the U.S. Environmental Protection Agency's (EPA) CERCLA 104(e) Information Request regarding the above referenced matter. EPA's CERCLA 104(e) Information Request was dated October 25, 2012 and on November 13, 2012, I requested an extension to respond to the 104(e) request. By letter dated November 16, 2012, received by my office on November 27, 2012, EPA granted Kinder Morgan's request for a 40-day extension. Pursuant to that extension, Kinder Morgan's response is due tomorrow January 8, 2013.

We have enclosed hard copies of our response and supporting documents. Also, enclosed is a CD containing electronic versions of all of the documents.

If you have any questions, please contact the undersigned at 303-914-4634 or [nancy\\_vanburgel@kindermorgan.com](mailto:nancy_vanburgel@kindermorgan.com). Thank you for your attention to this matter.

Sincerely,

Nancy E. Van Burgel, Esq.  
Assistant General Counsel  
Kinder Morgan, Inc.

9741768



**WILCOX OIL SUPERFUND SITE  
INFORMATION REQUEST**

**QUESTIONS**

1. Please provide the full legal name, mailing address, and phone number of the Respondent.

RESPONSE:

Kinder Morgan, Inc.  
1001 Louisiana St., Suite 1000  
Houston, TX 77002  
(713) 420-2600

2. For each person answering these questions on behalf of the Respondent provide full name, title, business address, and business telephone and fax number.

RESPONSE:

Nancy Van Burgel  
Assistant General Counsel  
370 Van Gordon Street  
Lakewood, CO 80228  
(303) 914-4634 (business); nancy\_vanburgel@kindermorgan.com; 303-984-3333 (fax)

3. If the respondent wishes to designate an individual for all future correspondence concerning this Site, including legal notices, please provide the individual's name, address, telephone number, and fax number.

RESPONSE:

Nancy Van Burgel  
Assistant General Counsel  
370 Van Gordon Street  
Lakewood, CO 80228  
(303) 914-4634 (business); nancy\_vanburgel@kindermorgan.com; 303-984-3333 (fax)

4. Identify all prior owners of the Site. For each prior owner, further identify the dates of ownership.

RESPONSE:

Pre-September 1963: It is our belief based on review of Oklahoma Department of Environmental Quality documents and USEPA documents that Wilcox Oil

Company was the original constructor, operator and owner of the Bristow refinery. [see *Preliminary Assessment of the Wilcox Oil Company*, prepared by the State of Oklahoma Department of Environmental Quality, December 15, 1994, Bates Nos. KMI-0000004 – 99 and *Site Assessment Report for Wilcox Refinery, Bristow, Creek County, Oklahoma*, March 1999, prepared by Ecology and Environment, Inc., Table 2-1, page 2-7, Bates Nos. KMI0000101-178.

September 1963: Wilcox Oil Company sold the refinery to Wendel Sandlin of Sandlin Oil & Refining Co. [Bureau of Mines/Minerals Yearbook Area Reports: Domestic 1963, Year 1963, Volume III (1964)] Bates Nos. KMI0000001-3.

Also see Plan of Reorganization By and Between Wilcox Oil Company, Tennessee Gas Transmission Company and WXC Company, Dated May 13, 1964, Bates Nos. W0000460-593, Exhibit A – Pages 2-3, Bates Nos. W0000479-480 Wilcox Oil Company, Statement of Income and Retained Earnings, Years ended December 31, 1963 and 1962; Note reference to sale of refinery on both referenced pages.

5. Explain the corporate relationship between Wilcox Oil Company, Tenneco Oil Company, EPEC Oil Company, El Paso Corporation, and Kinder Morgan.

RESPONSE:

**Wilcox Oil Company**

Wilcox Oil Company was a Delaware corporation qualified to do business in the state of Oklahoma and numerous other states [see Copy of Certification of Incorporation of H.F. Wilcox Oil & Gas Company, Bates Nos. W0000656]. It sold its Bristow Refinery to Wendel Sandlin in 1963. It retained oil and gas leases and oil producing properties.

On May 4, 1964, Tennessee Gas Transmission Company, a Delaware corporation, formed WXC Company, a Delaware corporation, as a wholly-owned subsidiary of Tennessee Gas Transmission Company. Later that month, Wilcox Oil Company, WXC Company and Tennessee Gas Transmission Company entered into a Plan of Reorganization by and between Wilcox Oil Company, WXC Company and Tennessee Gas Transmission Company. [see Plan of Reorganization dated May 13, 1964, Bates Nos. W0000460-593]. According to the Plan of Reorganization, WXC Company acquired all of the assets of Wilcox Oil Company, except for the corporate charter, by-laws, stock books and minute books and an amount of cash retained in order to pay expenses of Wilcox Company required for its liquidation and dissolution.[see Plan of Reorganization (May 13, 1964, Bates Nos. W0000460-593) and General Conveyance and Assumption Agreement, dated July 21, 1964, Bates Nos. W0000002-5 and W0000296-410]

On the same date, July 21, 1964, WXC Company changed its name to Wilcox Oil Company.

Tennessee Gas Transmission Company (TGT) was the parent of Tenneco Corporation and was publicly traded. Tenneco Corporation was a wholly owned subsidiary of TGT and was a holding company that owned stock for all of Tenneco Corporation's non-regulated subsidiaries. Tennessee Oil Refining Corporation, later known as Tenneco Oil Company, was a subsidiary of Tenneco Corporation.[see Bates Nos. EPR 0001199-1201]

#### **Tenneco Oil Company**

On September 7, 1964, Wilcox Oil Company merged into Tenneco Oil Company. [see Corporate Records of Tennessee Oil Refining Corporation, Certificate of Amendment of Certificate of Incorporation of Tennessee Oil Refining Corporation, dated November 17, 1960, Bates Nos. EPR0001199-1201] and [see Corporate Records of Tennessee Oil Refinery Corporation Certificate of Ownership and Merger, Bates Nos. EPR 0001226-1229.

#### **EPEC Oil Company**

In 1996, Tenneco Oil Company was one of the subsidiaries acquired by El Paso Energy Corporation and was renamed EPEC Oil Company. [see Corporate Records of Tennessee Oil Refining Corporation, State of Delaware, Office of Secretary of State Certificate dated December 24, 1996; and Certificate of Amendment of Certificate of Incorporation dated December 12, 1996. Bates Nos. ERR0001319 – 1320; and Amended and Restated Plan of Merger, dated, June 19, 1996, Bates Nos. KMI0000225-561]

On December 18, 1998, EPEC Oil Company dissolved pursuant to Delaware law. [see State of Delaware, Office of Secretary of State Certification dated December 18, 1998, Bates No. EPR0001321; and Certificate of Dissolution of EPEC Oil Company by Written Consent of Sole Stockholder, Bates Nos. EPR0001322-1325.

On March 9, 2001, the EPEC Oil Company Liquidating Trust Agreement was entered into among EPEC Oil Company as Trustor and El Paso Energy E.S.T. Company, a Delaware corporation, as Trustee. [see EPEC Oil Company Liquidating Trust Agreement, Bates Nos. KMI0000179-208]

#### **El Paso Corporation**

Tenneco Oil Company, as a subsidiary of Tenneco Corporation, was one of the Tenneco Energy Group Companies purchased and then distributed by El Paso Natural Gas Company pursuant to Amended and Restated Agreement and Plan of

Merger, dated June 19, 1996 [see Bates Nos. KMI0000225 – 561]. El Paso Energy Corporation was incorporated in April 17, 1998 and changed its name to El Paso Corporation on February 7, 2001 [see Certificate of Incorporation of El Paso Energy Corporation, dated April 15, 1998, Bates Nos. KMI0000562 – 571; and, Certificate of Incorporation of El Paso Corporation, dated February 5, 2001, Bates Nos. KMI0000572 – 615].

**Kinder Morgan, Inc. (KMI)**

On May 25, 2012, Kinder Morgan Inc. completed the acquisition of El Paso Corporation. Following the completion of these transactions, El Paso Holdco LLC became a direct, wholly owned subsidiary of KMI and El Paso LLC became a direct, wholly owned subsidiary of El Paso Holdco LLC. [see United States Securities and Exchange Commission, Form 8-K, dated May 24, 2012 for Kinder Morgan, Inc.; and United States Securities and Exchange Commission, Form 8-K, dated May 24, 2012, for El Paso Holdco LLC., Bates Nos. KMI0000209 - 224].

6. Provide all documents related to the sale/transfer of the Wilcox Refinery, the purchase of Wilcox Oil Company by WCX Company, and the merger of Wilcox Oil with Tenneco Oil Company.

RESPONSE:

Please see documents referenced in Responses to Questions 4 and 5, above, including,

(1) *Preliminary Assessment of Wilcox Oil Company*, dated December 15, 1994 including Quit Claim Deed and Warranty Deeds; Bates Nos. KMI0000096 – 99; *Site Assessment Report*, dated March 1999 including Table 2-1, Bates No. KMI0000117.

(2) Plan of Reorganization by and between, Wilcox Oil Company, WCX Company and Tennessee Gas Transmission Company, dated May 13, 1964; Bates Nos. W0000460 – 593.

(3) Certificate of Amendment of Certificate of Incorporation of Tennessee Oil Refining Corporation, Bates Nos. EPR0001226 – 1229.

7. Provide documents related to the dissolution of EPEC Oil.

RESPONSE:

Please see Certificate from the State of Delaware, Office of Secretary of State, Bates No. EPR0001321 and Certificate of Dissolution of EPEC Oil Company by Written Consent of Sole Stockholder, dated December 16, 1998, Bates Nos. EPR0001322 – EPR0001325.

8. For the EPEC Oil Liquidating trust;
- a. State the year the trust was created;
  - b. If the trust no longer exists, state the year the trust was terminated, dissolved, or liquidated; and to whom the trust was distributed;
  - c. If the trust no longer exists, state the net worth of the trust at the time of termination; and the dollar value of the assets distributed.

RESPONSE:

- a. The Trust was created in 1998.
  - b. The Trust continues to exist according to the terms of the Trust.
  - c. See above.
9. If any of the documents solicited in this information request are no longer available, please indicate the reason why they are no longer available. We have provided all corporate records that we could locate.

RESPONSE:

We have provided all corporate records that we could locate. We will supplement this response, should any additional corporate records are located.

APR 23 REC'D

April 20, 2018

VIA OVERNIGHT MAIL

Marvin Benton, Esq.  
Senior Staff Attorney  
Office of Regional Counsel (6RC-S)  
U.S. Environmental Protection Agency, Region 6  
1445 Ross Avenue  
Dallas, TX 75202-2733

**Re: General Notice Letter Addressed to Kinder Morgan, Inc.  
Wilcox Oil Refinery Superfund Site  
Bristow, Creek County, Oklahoma**

Dear Mr. Benton:

I write on behalf of Kinder Morgan, Inc. ("Kinder Morgan") in response to the General Notice Letter ("GNL") for the Wilcox Oil Refinery Superfund Site (the "Site"), dated March 27, 2018, which Kinder Morgan received on March 29, 2018. In that letter, the United States Environmental Protection Agency ("EPA") alleged that Kinder Morgan is a "prior owner of the Site[,] referencing as evidence Kinder Morgan's January 7, 2013 response to EPA's CERCLA § 104(e) Information Request dated October 25, 2012 (the "104(e) Response").

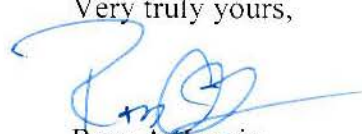
At the outset, it is important to point out that the circumstances surrounding the issuance of the GNL to Kinder Morgan appear rather irregular. EPA issued the GNL more than five years after receiving the documents upon which the GNL is allegedly based, a delay that is out of keeping with Agency practice. Moreover, as noted below, the GNL is based on a factual predicate that is verifiably incorrect, is not supported by the materials referenced in the GNL and is contradicted by EPA's own work product pertaining to the Site.

Please be advised that Kinder Morgan has never owned or held any property interest in any of the parcels within the Site. The 104(e) Response referenced by EPA contains no information to suggest otherwise. Furthermore, EPA's own title search of the parcels within the Site did not identify Kinder Morgan as an owner at any point in time. See Toeroek Associates, Inc., *Draft Title Search Report, Wilcox Oil Superfund Site*, EPA Doc. No. 9611767 (April 8, 2014).

Marvin Benton, Esq.  
April 20, 2018  
Page 2

In light of the above, Kinder Morgan respectfully requests that EPA withdraw the GNL. In the alternative, Kinder Morgan respectfully requests that EPA provide specific information to support its allegation of prior ownership set forth in the GNL.

Very truly yours,



Ross A. Lewin

RAL/aem